

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

In Re: MARKS, INC.

Bankruptcy No. 17-23657-GLT

**DISCLOSURE STATEMENT
TO ACCOMPANY PLAN DATED JULY 6, 2018**

☒ Chapter 11 Small Business (Check box only if debtor has elected to be considered a small business under 11 U.S.C. §1121(e))

Debtor furnishes this disclosure statement to creditors in the above-captioned matter pursuant to Bankruptcy Code §1125 to assist them in evaluating debtor's proposed Chapter 11 plan, a copy of which is attached hereto. Creditors may vote for or against the plan of reorganization. Creditors who wish to vote must complete their ballots and return them to the following address before the deadline noted in the order approving the disclosure statement and fixing time. The Court will schedule a hearing on the plan pursuant to 11 U.S.C. §1129.

Address for return of ballots:

Robert O Lampl
223 Fourth Avenue, 4th Floor
Pittsburgh, PA 15222

I. Background

1. Marks, Inc,

2. Type of Debtor (individual, partnership, corporation)

Corporation

3. Debtor's Business or Employment

Debtor operates a gas station/convenience store in the Mt. Washington area of Pittsburgh, Pennsylvania

4. Date of Chapter 11 Petition

September 11, 2017

The Debtor's primary secured creditor (Huntington Bank) asserted that Debtor was in default on its loan obligation, accelerated the amount claimed due and demanded immediate payment in full. Litigation in regard to the matter was imminent and Debtor was already involved in litigation with another creditor (Eby-Brown Company, LLC). The Chapter 11 was commenced to stay litigation and deal with creditors in an organized fashion.

6. Anticipated Future of the Company & Source of this Information and Opinion

The Debtor will continue to operate and will fund its Plan out of ongoing operations. When the Chapter 11 Case was filed, Debtor had two (2) locations. During the case, the Debtor shut down its Butler, PA location, which had been unprofitable thus leaving Debtor with one (1) location, its Mt. Washington, PA location which has been historically profitable. Recent changes in gasoline prices continued to create a strain on Debtor's cash flows during the case but Debtor has prepared projections based upon its historical profit margins and can generate the monies necessary to fund this Plan via operation of its remaining location

7. Summarize all Significant Features of the Plan Including When and How Each Class of Creditor Will Be Paid and What, If Any, Liens Will Be Retained By Secured Creditors or Granted to Any Creditor Under the Plan

Debtor's Plan provides for full payment of secured, administrative and priority claimants. Certain secured creditors, i.e. Huntington Bank and BB&T, will have the term of loan repayments extended in order to reduce monthly payments going forward. Other secured creditors will simply continue to receive current payments in accordance with the existing contractual terms between said claimants and the Debtor. Priority claimants will be paid in full over a 60 month period in equal monthly installments. Administrative claimants will be paid in full on the Plan Effective Date, i.e. thirty (30) days after Plan confirmation. Unsecured creditors will receive approximately 27% of their allowed claims over a period of five (5) years in annual installments.

8. Are All Monthly Operating Statements Current and on File With The Clerk of Court?
Yes X No

If Not, Explain:

9. Does the plan provided for releases of nondebtor parties? Specify which parties and terms of release.

None

10. Identify all executory contracts that are to be assumed or assumed and assigned.

None. Debtor was party to two (2) non-residential real property leases at the onset of this case but it has already rejected one such lease and has already assumed the other

11. Has a bar date been set? Yes X No

12. Has an election under 11 U.S.C. §1121(e) been filed with the Court to be treated as a small business?

Yes X No

13. Specify property that will be transferred subject to 11 U.S.C. §1146(c).

N/A

II. Creditors

A. Secured Claims

SECURED CLAIMS

Creditor	Total Amount Owed	Arrearages	Type of Collateral Priority of Lien (1, 2, 3)	Disputed (D) Liquidated (L) Unliquidated (U)	Will Liens Be Retained Under the Plan? (Y) or (N)
Huntington Bank	\$202,650.00		Equipment (1)	L	Y
Marlin Business Services	\$69,100.00		Equipment (1)	L	Y
BB&T Commercial Equipment Capital Corp.	\$89,906.00		Equipment (1)	L	Y
JP Morgan Chase Bank	\$3,179.00		Vehicle(1)	L	Y
TOTAL	\$364,835.00	\$			

B. Priority Claims

PRIORITY CLAIMS

Creditor	Total Amount Owed	Type of Collateral	(D) (L) (U) *
PA Department of Revenue	\$65,349.00	N/A	L
Bottling Group, LLC	\$2,408.00	N/A	L
TOTAL	\$67,757.00		

* Disputed (D), Liquidated (L), or Unliquidated (U)

C. Unsecured Claims

1.	Amount Debtor Scheduled (Disputed and Undisputed)	\$ 423,013.00
2.	Amount of Unscheduled Unsecured Claims ¹	\$ 69,047.00
3.	Total Claims Scheduled or Filed	\$ 492,060.00
4.	Amount Debtor Disputes	\$ 0.00
5.	Estimated Allowable Unsecured Claims	\$ 492,060.00

D. Other Classes of Creditors

1.	Amount Debtor Scheduled (Disputed and Undisputed)	\$ 492,505.00
2.	Amount of Unscheduled Claims ¹	\$ (34,914.00)
3.	Total Claims Scheduled or Filed	\$ 457,591.00
4.	Amount Debtor Disputes	\$ 0.00
5.	Estimated Allowable Claims	\$ 457,591.00

E. Other Classes of Interest Holders

1.	Amount Debtor Scheduled (Disputed and Undisputed)	\$
2.	Amount of Unscheduled Claims ¹	\$
3.	Total Claims Scheduled or Filed	\$ N/A
4.	Amount Debtor Disputes	\$
5.	Estimated Allowable Claims	\$

¹ Includes (a.) unsecured claims filed by unscheduled creditors; (b.) that portion of any unsecured claim filed by a scheduled creditor that exceeds the amount debtor scheduled; and (c.) any unsecured portion of any secured debt not previously scheduled.

III. Assets

ASSETS

Assets	Value	Basis for Value Priority of Lien	Name of Lien Holder (if any) (Fair Market Value/ Book Value)	Amount of Debtor's Equity (Value Minus Liens)
Bank Accounts	\$16,981.00	1	Huntington Bank	0
Accounts Receivable	\$2,500.00	1	Huntington Bank	0
Inventory	\$60,000.00	1	Huntington Bank	0
Office Equipment, Furniture	\$2,000.00	1	Huntington Bank	0
2014 Dodge Truck	\$7,500.00	1	JP Morgan Chase	\$4,321.00
Equipment	\$290,000.00	1	Huntington Bank, Marlin Business Services, BB&T	\$9,825.00
	\$378,981.00			\$14,146.00
	TOTAL			TOTAL

1. Are any assets which appear on Schedule A or B of the bankruptcy petition not listed above?

If so, identify asset and explain why asset is not in estate: N/A

2. Are any assets listed above claimed as exempt? If so attach a copy of Schedule C and any amendments.

N/A

IV. SUMMARY OF PLAN

1. Effective Date of Plan: 30 days after the Plan Confirmation
2. Will cramdown be sought? X Yes ___ No
If Yes, state bar date: February 13, 2018
3. Treatment of Secured **Non-Tax** Claims

SECURED NON-TAX CLAIMS

Name of Creditor	Class	Amount Owed	Summary of Proposed Treatment
Huntington Bank	1	\$202,650.00	Paid \$2,400.00 per month until paid in full
Marlin Business Services	2	\$69,100.00	Paid per existing contractual agreement
BB&T Commercial Equipment Capital Corp.	3	\$89,906.00	Paid \$1,300.00 per month until paid in full
JP Morgan Chase Bank	4	\$3,179.00	This claimant will be paid in full on or before November 30, 2018 per stipulation
TOTAL		\$364,835.00	

4. Treatment of Secured Tax Claims

SECURED TAX CLAIMS

Name of Creditor	Class	Amount Owed	Summary of Proposed Treatment
N/A			
TOTAL		\$	

5. Treatment of Administrative Non-Tax Claims²

ADMINISTRATIVE NON-TAX CLAIMS

Name of Creditor*	Amount Owed	Type of Debt**	Summary of Proposed Treatment and Date of First Payment
Robert O Lampl	\$30,000.00	Legal Fees	To be paid in full on or before the Plan Effective Date
Office of the U.S. Trustee	TBD	Quarterly U.S. Trustee Fees	To be paid in full on or before the Plan Effective Date

6. Treatment of Administrative Tax Claims

ADMINISTRATIVE TAX CLAIMS

Name of Creditor*	Amount Owed	Type of Debt**	Summary of Proposed Treatment and Date of First Payment
N/A			

* Identify and Use Separate Line for Each Professional and Estimated Amount of Payment

** Type of Debt (P=Professional, TD=Trade, TX=Tax)

² Include all §503(b) administrative claims.

7. Treatment of Priority Non-Tax Claims

PRIORITY NON-TAX CLAIMS

Name of Creditor	Class	Amount Owed	Date of Assessment	Summary of Proposed Treatment
Bottling Group, LLC	7	\$2,408.00		Paid in full over 60 months in equal monthly installments

8. Treatment of Priority Tax Claims³

PRIORITY TAX CLAIMS

Name of Creditor	Class	Amount Owed	Date of Assessment	Summary of Proposed Treatment
PA Department of Revenue	8	\$65,349.00		Paid in full over 60 months in equal monthly installments

³ Include dates when any §507(a)(7) taxes were assessed.

9. Treatment of General Unsecured Non-Tax Claims

GENERAL UNSECURED NON-TAX CLAIMS

Creditor	Class	Total Amount Owed	Percent of Dividend
Butler Area Sewer Authority	9	\$142.00	27%
Brandywine Agency, Inc.	9	\$15,140.00	27%
Bottling Group, LLC	9	\$2,777.00	27%
Butler Eagle	9	\$84.00	27%
C&K Wholesale	9	\$223.00	27%
Can Capital	9	\$80,000.00	27%
Century Link Communications	9	\$339.00	27%
Chase Credit Card	9	\$15,644.00	27%
Coca-Cola	9	\$1,003.00	27%
Comcast	9	\$452.00	27%
Eby-Brown Company, LLC	9	\$41,048.00	27%
Fifth Third Bank	9	\$14,126.00	27%
Frito-Lay North America	9	\$924.00	27%
Key Bank	9	\$47,500.00	27%
Liberty Mutual Insurance	9	\$7,151.00	27%

Mancini's	9	\$280.00	27%
McAneny Brothers	9	\$15,667.00	27%
Melzer's Fuel Service	9	\$19,753.00	27%
Retrosoft	9	\$1,003.00	27%
Red Bull	9	\$1,513.00	27%
Reed Oil Company	9	\$150,623.00	27%
Sams Club	9	\$14,553.00	27%
Schneiders' Dairy	9	\$1,233.00	27%
Sun-Ray Mechanical	9	\$351.00	27%
T&U Service Station Maintenance, Inc.	9	\$4,526.00	27%
Unifirst Corporation	9	\$1,436.00	27%
Vector Security	9	\$1,602.00	27%
Verizon	9	\$417.00	27%
Vogel Disposal Service, Inc.	9	\$218.00	27%
West Penn Power	9	\$456.00	27%
TOTAL		\$ 440,464.00	

10. Treatment of General Unsecured Tax Claims

GENERAL UNSECURED TAX CLAIMS

Creditor	Class	Total Amount Owed	Percent of Dividend
PA Department of Revenue	9	\$33,019.00	27%
TOTAL		\$ \$33,019.00	

11. Will periodic payments be made to unsecured creditors?

Yes X No First payment to begin: One (1) year after the Plan Effective Date

If so:

Amount of each payment (aggregate to all unsecured claimants)

Estimated date of first payment: October 15, 2019

Time period between payments: 1 year

Estimated date of last payment: October 15, 2023

Contingencies, if any: N/A

State source of funds for planned payments, including funds necessary for capital replacement, repairs, or improvements:

Ongoing business operations of the Debtor

Other significant features of the plan:

N/A

Include any other information necessary to explain this plan:

Disruptions in gasoline prices and an unprofitable location led to Debtor's financial problems. The unprofitable location has been closed. Debtor's projections are based upon historical profit margins.

V. Comparison of Plan with Chapter 7 Liquidation

If debtor's proposed plan is not confirmed, the potential alternatives would include proposal of a different plan, dismissal of the case or conversion of the case to Chapter 7. If this case is converted to Chapter 7, a trustee will be appointed to liquidate the debtor's non-exempt assets. In this event, all secured claims and priority claims, including all expenses of administration, must be paid in full before any distribution is made to unsecured claimants.

Total value of Chapter 7 estate (See Section III)	\$ 378,981.00
1. Less secured claims (See Section II A)	\$ 364,835.00
2. Less administrative claims (See Section IV-5-6 and include approximate Chapter 7 expenses)	\$ 32,500.00
3. Less other priority claims (See Section II B)	\$ 67,757.00
Total Amount Available for Distribution to Unsecured Creditors	\$ 0
Divided by total allowable unsecured claims of (See Section II C)	\$ 492,060.00
Percentage of Dividend to Unsecured Creditors:	0 %

Yes X No

Explain:

In a Chapter 7 liquidation, unsecured creditors would receive \$0. Under the Plan, these creditors are to receive 27% of their allowed claim amounts. Secured, administrative and priority creditors would likely receive less than per the Plan since the Plan provides said creditors with full payment. With a liquidation, costs of sale and liquidation proceeds would almost certainly result in less than full payment to these creditors.

VI. Feasibility

- A. Attach Income Statement for Prior 12 Months.
- B. Attach Cash Flow Statement for Prior 12 Months.
- C. Attach Cash Flow Projections for Next 12 Months.

Estimated amount to be paid on effective date of plan, including administrative expenses.

\$ 32,500.00

Show how this amount was calculated.

\$ 30,000.00	Administrative Class
\$	Taxes
\$	Unsecured Creditors
\$ <u> \$2,500.00 </u>	UST Fees
<u> \$ 32,500.00 </u>	TOTAL

What assumptions are made to justify the increase in cash available for the funding of the plan?

Debtor has more than half of the needed funds on hand already and believes it can fund the balance out of ongoing operations.

Will funds be available in the full amount for administrative expenses on the effective date of the plan? From what source? If not available, why not and when will payments be made?

Cash on hand \$ 16,981.00 (Current). Attach current bank statement.

Cash on hand \$ 32,500.00 (Estimated amount available on date of confirmation)

If this amount is less than the amount necessary at confirmation, how will debtor make up the shortfall?

Debtor's Counsel has the bulk of the Administrative Claims in this case. If necessary to achieve Plan Confirmation, Debtor's Counsel will defer payment.

VII. Management Salaries

MANAGEMENT SALARIES

Position/Name of Person Holding Position	Salary at Time of Filing	Proposed Salary (Post-Confirmation)
Frank Schons (President)	0	0

VIII. Identify the Effect on Plan Payments and Specify Each of the Following:

1. What, if any, litigation is pending?

A civil action against Debtor by Eby-Brown is stayed as a result of the Chapter 11 Case.

2. What, if any, litigation is proposed or contemplated?

N/A

THE HUNTINGTON NATIONAL BANK
PO BOX 1558 EA1W37
COLUMBUS OH 43216-1558

MARKS INC DIP
CASE # 17-23657
545 MARKS DR
CORAOPOLIS PA 15108-3388

Have a Question or Concern?

Stop by your nearest
Huntington office or
contact us at:

1-800-480-2001

www.huntington.com/
businessresources

Huntington FastTrack Business Checking

Account:

DIP Acct.

Statement Activity From:
05/01/18 to 05/31/18

Days in Statement Period 31

Average Ledger Balance* 10,100.98
Average Collected Balance* 7,294.53

* The above balances correspond to the
service charge cycle for this account.

Beginning Balance	\$22,778.51
Credits (+)	194,602.58
Regular Deposits	55,000.00
Electronic Deposits	139,602.58
Debits (-)	201,348.66
Regular Checks Paid	9,799.28
Electronic Withdrawals	191,549.38
Total Service Charges (-)	20.00
Ending Balance	\$16,012.43

Deposits (+)

Account:

Date	Amount	Serial #	Type	Date	Amount	Serial #	Type
05/01	2,000.00		Remote	05/14	1,000.00		Remote
05/02	1,000.00		Remote	05/16	2,000.00		Remote
05/03	2,000.00		Remote	05/18	7,000.00	157557593	Brch/ATM
05/04	2,000.00		Remote	05/23	2,000.00		Remote
05/09	2,000.00		Remote	05/29	2,000.00		Remote
05/10	2,000.00		Remote				

Other Credits (+)

Account:

Date	Amount	Description
05/01	4,555.15	HUNT MERCH SVCS DEPOSIT
05/02	4,590.33	HUNT MERCH SVCS DEPOSIT
05/03	4,275.87	HUNT MERCH SVCS DEPOSIT
05/04	4,631.53	HUNT MERCH SVCS DEPOSIT
05/07	5,683.58	HUNT MERCH SVCS DEPOSIT
05/07	3,275.01	HUNT MERCH SVCS DEPOSIT
05/07	1,836.75	HUNT MERCH SVCS DEPOSIT
05/07	1,203.40	RJ REYNOLDS TOB INVPAY
05/08	6,340.67	HUNT MERCH SVCS DEPOSIT
05/09	4,297.69	HUNT MERCH SVCS DEPOSIT
05/10	4,469.54	HUNT MERCH SVCS DEPOSIT

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Other Credits (+)

Account:

Date	Amount	Description
05/10	80.75	RJ REYNOLDS TOB INVPAY
05/11	4,581.94	HUNT MERCH SVCS DEPOSIT
05/14	4,762.32	HUNT MERCH SVCS DEPOSIT
05/14	4,578.17	HUNT MERCH SVCS DEPOSIT
05/14	4,086.74	HUNT MERCH SVCS DEPOSIT
05/15	3,617.02	HUNT MERCH SVCS DEPOSIT
05/16	4,683.66	HUNT MERCH SVCS DEPOSIT
05/17	4,078.68	HUNT MERCH SVCS DEPOSIT
05/18	4,540.85	HUNT MERCH SVCS DEPOSIT
05/21	6,039.19	HUNT MERCH SVCS DEPOSIT
05/21	4,148.86	HUNT MERCH SVCS DEPOSIT
05/21	3,963.13	HUNT MERCH SVCS DEPOSIT
05/21	1,203.40	RJ REYNOLDS TOB INVPAY
05/22	4,726.45	HUNT MERCH SVCS DEPOSIT
05/23	3,876.34	HUNT MERCH SVCS DEPOSIT
05/24	4,681.47	HUNT MERCH SVCS DEPOSIT
05/25	4,701.38	HUNT MERCH SVCS DEPOSIT
05/29	5,465.29	HUNT MERCH SVCS DEPOSIT
05/29	4,082.34	HUNT MERCH SVCS DEPOSIT
05/29	3,806.18	HUNT MERCH SVCS DEPOSIT
05/29	3,075.26	HUNT MERCH SVCS DEPOSIT
05/30	4,643.13	HUNT MERCH SVCS DEPOSIT
05/31	5,020.71	HUNT MERCH SVCS DEPOSIT

Checks (-)

Account:

Date	Amount	Check #	Date	Amount	Check #
05/01	178.00	1131	05/18	318.00	1146
05/22	288.75	1133*	05/18	116.57	1147
05/07	775.00	1136*	05/17	58.00	1148
05/02	21.00	1137	05/17	155.00	1149
05/16	250.00	1138	05/18	102.00	1150
05/11	330.00	1139	05/18	1,000.00	1151
05/16	314.18	1140	05/25	277.00	1156*
05/16	315.00	1141	05/24	100.00	1167
05/14	332.00	1142	05/29	107.00	1158
05/11	120.00	1143	05/18	110.00	1159
05/09	150.00	1144	05/29	100.00	1160
05/21	101.00	1145			

(*) Indicates the prior sequentially numbered check(s) may have 1) been voided by you 2) not yet been presented 3) appeared on a previous statement or 4) been included in a list of checks.

Other Debits (-)

Account:

Date	Amount	Description
05/01	24,242.00	PORTS PETRO AR CASH CON.
05/02	1,400.00	HUNT MERCH SVCS DEPOSIT
05/02	550.00	LIBERTY MUTUAL
05/04	2,207.00	ADP WAGE PAY WAGE PAY
05/04	7,300.00	BUS ONL TFR TO CHECKING
05/04	4,800.00	ADP Tax ADP Tax
05/04	60.00	ADP PAY-BY-PAY PAY-BY-PAY
05/07	23,370.00	PORTS PETRO AR CASH CON.
05/09	23,370.00	PORTS PETRO AR CASH CON.
05/10	9,242.00	PORTS PETRO AR CASH CON.
05/11	1,400.00	BUS ONL TFR TO CHECKING
05/11	7,300.00	ADP PAYROLL FEES ADP - FEES
05/14	23,370.00	PORTS PETRO AR CASH CON.
05/18	23,370.00	PORTS PETRO AR CASH CON.
05/18	2,207.00	ADP WAGE PAY WAGE PAY
05/18	4,800.00	ADP Tax ADP Tax
05/18	60.00	ADP PAY-BY-PAY PAY-BY-PAY
05/18	1,400.00	ADP PAYROLL FEES ADP - FEES
05/21	5,000.00	BUS ONL TFR TO CHECKING
05/23	23,370.00	PORTS PETRO AR CASH CON.
05/23	2,000.00	COMMWLTH OF PA INT PASTSALETX
05/25	1,400.00	ADP PAYROLL FEES ADP - FEES
05/25	60.00	ADP PAYROLL FEES ADP - FEES
05/30	24,242.00	PORTS PETRO AR CASH CON.
05/30	700.00	S&T BANK LOAN PYMT

Service Charge Detail

Account:

Date	Service Charge (-)	Waives and Discounts (+)	Description
05/15	20.00		FRAUD PROTECTION SRVICE FEES
05/15	20.00		MONTHLY SERVICE FEE
05/15		20.00	TOTAL RELATIONSHIP SERVICE FEE WAVE

Service Charge Summary

Account:

Previous Month Service Charges (-)	\$40.00
Other Credits (+)	20.00
Total Service Charges (-)	\$20.00

Huntington

Balance Activity

Account:

Date	Balance	Date	Balance	Date	Balance
04/30	22,778.51	05/10	4,470.30	05/22	18,555.00
05/01	4,914.03	05/11	5,873.89	05/23	675.44
05/02	9,989.89	05/14	1,170.94	05/24	5,188.73
05/03	17,265.58	05/15	4,767.96	05/25	9,619.24
05/04	21,292.47	05/16	11,585.44	05/28	31,685.49
05/07	8,574.07	05/17	15,412.89	05/30	10,991.72
05/08	14,914.74	05/18	1,858.56	05/31	16,012.43
05/09	1,262.94	05/21	12,131.25		

In the Event of Errors or Questions Concerning Electronic Fund Transfers (electronic deposits, withdrawals, transfers, payments, or purchases), please call either 1-614-480-2001 or call toll free 1-800-480-2001, or write to The Huntington National Bank Research - EA4W61, P.O. Box 1558, Columbus, Ohio 43216 as soon as you can, if you think your statement or receipt is wrong or if you need more information about an electronic fund transfer on the statement or receipt. We must hear from you no later than 60 days after we sent you the FIRST statement on which the error or problem appeared.

1. Tell us your name, your business's name (if appropriate) and the Huntington account number (if any).
2. Describe the error or the transaction you are unsure about, and explain as clearly as you can why you believe there is an error or why you need more information.
3. Tell us the dollar amount of the suspected error. We will investigate your complaint or question and will correct any error promptly.

Verification of Electronic Deposits If you authorized someone to make regular electronic fund transfers of money to your account at least once every sixty days, you can find out whether or not the deposit has been received by us, call either 1-614-480-2001 or call toll free 1-800-480-2001.

Balancing Your Statement - For your convenience, a balancing page is available on our web site <https://www.huntington.com/pdf/balancing.pdf> and also available on Huntington Business Online.

THE HUNTINGTON NATIONAL BANK
PO BOX 1658 EA1W37
COLUMBUS OH 43216-1558

Huntington

MARKS INC DIP
MAIN COUNTRY TOWN ACCOUNT
545 MARKS DR
CORAOPOLIS PA 15108-3388

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Account: Main Acct

Statement Activity From:
05/01/18 to 05/31/18

Days in Statement Period 31

Average Ledger Balance* 660.32

Average Collected Balance* 878.38

* The above balances correspond to the
service charge cycle for this account.

Beginning Balance	\$883.58
Credits (+)	49,272.52
Regular Deposits	41,500.00
Electronic Deposits	7,772.52
Debits (-)	48,052.95
Regular Checks Paid	5,300.63
Electronic Withdrawals	42,971.36
Other Debits	780.96
Total Service Charges (-)	138.00
Ending Balance	\$967.15

Deposits (+)

Account:

Date	Amount	Serial #	Type	Date	Amount	Serial #	Type
05/07	12,000.00		Remote	05/21	8,000.00		Remote
05/14	10,000.00		Remote	05/29	11,000.00		Remote
05/17	10,000.00		Remote				

Other Credits (+)

Account:

Date	Amount	Description
05/02	1,000.00	ITG BRANDS, LLC VENDOR PAY
05/04	1,000.00	BUS ONL TFR FRM CHECKING
05/04	1,000.00	GRUBHUB INC Apr Actvty
05/10	2,000.00	ALTADIS USA VENDOR PAY
05/11	1,000.00	BUS ONL TFR FRM CHECKING
05/11	1,000.00	GRUBHUB INC May Actvty
05/21	3,000.00	BUS ONL TFR FRM CHECKING
05/24	1,000.00	ITG BRANDS, LLC VENDOR PAY

Checks (-)

Account:

Date	Amount	Check #	Date	Amount	Check #
05/04	714.88	1300	05/07	159.73	1303
05/04	233.25	1301	05/11	777.50	1304
05/07	173.84	1302	05/14	134.78	1305

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Statement

Checks (-)

Account:

Date	Amount	Check #	Date	Amount	Check #
05/14	34.10	1308	05/21	713.25	1311
05/14	118.57	1307	05/25	121.78	1312
05/17	151.41	1308	05/25	168.05	1313
05/21	525.00	1309	06/25	452.00	1314
05/18	48.64	1310	05/04	777.89	1319*

(*) Indicates the prior sequentially numbered check(s) may have 1) been voided by you 2) not yet been presented 3) appeared on a previous statement or 4) been included in a list of checks.

Other Debits (-)

Account:

Date	Amount	Description
05/03	2.50	AMBESS PREPAID ELEC CHECK
05/07	19,853.77	CORE-MARK PAYMENTS
05/10	2.50	AMBESS PREPAID ELEC CHECK
05/14	2,482.33	CORE-MARK PAYMENTS
05/16	780.98	INSTALLMENT LOAN PAYMENT
05/17	2.50	AMBESS PREPAID ELEC CHECK
05/21	3,400.75	CORE-MARK PAYMENTS
05/22	19.44	AMBESS PREPAID ELEC CHECK
05/24	2.50	AMBESS PREPAID ELEC CHECK
05/29	30,000.11	CORE-MARK PAYMENTS
05/31	2.50	AMBESS PREPAID ELEC CHECK

Service Charge Detail

Account:

Date	Service Charge (-)	Waives and Discounts (+)	Description
05/15	30.00		REMOTE DEPOSIT CAPTURE FEES
05/15	30.00		ONLINE PAYMENT CENTER FEES
05/15	20.00		FRAUD PROTECTION SERVICE FEES
05/15	20.00		MONTHLY SERVICE FEE
05/15	36.00		RETURNED NSF FEE

Service Charge Summary

Account:

Previous Month Service Charges (-)	\$136.00
Total Service Charges (-)	\$136.00

Huntington

Balance Activity

Account:

Date	Balance	Date	Balance	Date	Balance
04/30	883.58	05/11	788.87	05/21	768.01
05/02	886.58	05/14	1,040.92	05/22	748.57
05/03	884.08	05/15	904.82	05/24	1,175.57
05/04	484.75	05/16	123.98	05/25	435.78
05/07	535.54	05/17	470.05	05/29	989.65
05/10	554.04	05/18	421.41	05/31	987.16

In the Event of Errors or Questions Concerning Electronic Fund Transfers (electronic deposits, withdrawals, transfers, payments, or purchases), please call either 1-614-480-2001 or call toll free 1-800-480-2001, or write to The Huntington National Bank Research - EA4W61, P.O. Box 1558, Columbus, Ohio 43218 as soon as you can. If you think your statement or receipt is wrong or if you need more information about an electronic fund transfer on the statement or receipt. We must hear from you no later than 60 days after we sent you the FIRST statement on which the error or problem appeared.

1. Tell us your name, your business's name (if appropriate) and the Huntington account number (if any).
2. Describe the error or the transaction you are unsure about, and explain as clearly as you can why you believe there is an error or why you need more information.
3. Tell us the dollar amount of the suspected error. We will investigate your complaint or question and will correct any error promptly.

Verification of Electronic Deposits If you authorized someone to make regular electronic fund transfers of money to your account at least once every sixty days, you can find out whether or not the deposit has been received by us, call either 1-614-480-2001 or call toll free 1-800-480-2001.

Balancing Your Statement - For your convenience, a balancing page is available on our web site <https://www.huntington.com/pdf/balancing.pdf> and also available on Huntington Business Online.

N/A

X. Certification

The undersigned hereby certifies that the information herein is true and correct to the best of my knowledge and belief formed after reasonable inquiry.

If Debtor is a corporation, attach a copy of corporate resolution authorizing the filing of this Disclosure Statement and Plan.

If Debtor is a general partnership, attach a copy of the consent agreement of all general partners to the filing of the bankruptcy.

/s/ Frank Schons
Signature of Debtor
or Authorized Representative

7/6/18
Date

Signature of Debtor
or Authorized Representative

Date

/s/ John P. Lacher
Debtor's Counsel

7/6/18
Date

Last Nine Months

	9/17	10/17	11/17	12/17	1/18	2/18	3/18	4/18	5/18
<u>Income</u>	<u>234,043</u>	<u>334,809</u>	<u>301,176</u>	<u>297,400</u>	<u>245,499</u>	<u>186,982</u>	<u>221,712</u>	<u>206,690</u>	<u>260,789</u>
<u>Expense</u>	<u>216,147</u>	<u>321,755</u>	<u>283,188</u>	<u>307,181</u>	<u>252,781</u>	<u>202,232</u>	<u>225,578</u>	<u>210,118</u>	<u>258,821</u>
<u>Cash Flow</u>	<u>17,896</u>	<u>13,054</u>	<u>17,988</u>	<u>(9,781)</u>	<u>(7,282)</u>	<u>(15,250)</u>	<u>(3,866)</u>	<u>(3,428)</u>	<u>1,968</u>

Next 12 Months Projection

[illegible]

